

January 29, 2018

BSE Limited  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza, 5th floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai 400 051

Sir/Madam

**Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015, we give below the disclosure with respect to the equity shares and compulsorily convertible cumulative preference shares (CCCPS) which ICICI Bank Limited proposes to acquire in FTL Technology Systems Private Limited.

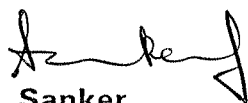
a.	Name of the target entity, details in brief as size, turnover etc.	FTL Technology Systems Private Limited (FY17) Total Income (FY17) – Less than ₹ 0.1 million. Since this is an early stage startup, it is not generating significant revenue.
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	This transaction does not constitute a related party transaction. ICICI Bank has no promoters. None of the group companies of ICICI Bank have any interest in the entity being acquired.
c.	industry to which the entity being acquired belongs	Its platform enables its users to compare products and services across partner eCommerce merchants for completing the transaction.
d.	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Objective of the investment is to provide ICICI Bank customers an engagement platform and price discovery engine.
e.	Brief details of any governmental or regulatory approvals required for the acquisition	Since the acquisition of shareholding is below 10%, regulatory approval is not required.

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f.	Indicative time period for completion of the acquisition	By end of February 2018.
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration of ₹ 1.0 million.
h.	Cost of acquisition or the price at which the shares are acquired	Cash consideration of ₹ 1.0 million for 9.90% stake of FTL Technology Systems Private Limited.  Details of the transaction: Purchase of 100 equity shares of ₹ 10 each at a share premium of ₹ 864.89 each, and 1,043 CCCPS of ₹ 10 each at a share premium of ₹ 864.89 each.
i.	Percentage of shareholding / control acquired and / or number of shares acquired	ICICI Bank will hold 9.90% stake in FTL Technology Systems Private Limited through acquisition of 100 equity shares and 1,043 CCCPS on as-if-converted basis.
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	FTL Technology Systems Private Limited  Date of incorporation: May 28, 2014  Products/Line of business: FTL offers a white labelled 'compare & buy' eCommerce aggregator platform to BFSI enterprises, which allows users to compare products and services across partner eCommerce merchants for completing the transaction.  History of last 3 years income - Less than ₹ 0.1 million. Since this is an early stage startup, it is not generating significant revenue.  Country of presence: India.

You are requested to please take the above changes on record.

Yours faithfully,



**P. Sanker**  
**Senior General Manager (Legal)**  
**& Company Secretary**